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Purpose

The Impartiality Committee is the mechanism MS Agroland Services Pvt. Ltd. (MS ASPL) has selected for obtaining advice, support and vigilance in developing, improving and maintaining a Certification Program that will satisfy the requirements of the relevant Accreditation Bodies and Sector Authority Organizations. This is accomplished through the appointment of a group of individuals, mainly outside of the MS Agroland Services Pvt. Ltd. (MS ASPL) organization, representing the interests and views of the parties that have a vested interest in the development of policies and principles regarding the content and functioning of the certification program.

Scope

This document defines the mandate of the Impartiality Committees as it relates to the MS Agroland Services Pvt. Ltd. (MS ASPL)'s Certification Program.

Responsibilities

The COO is responsible for

- Establishing and operating the Impartiality Committees as per the requirements of the present document
- Performing the analysis of risks to impartiality as per the requirements of (Risks to Impartiality – Analysis Process)
- Facilitating the activities of the meeting Ensuring the continued independence and impartiality of the committee at the meetings
- Determining whether a quorum is present
- Preparing the minutes of the meeting

Terms of Reference


- COO MS Agroland Services Pvt. Ltd. (MS ASPL) has the responsibility for authorizing the terms of reference, duties and authorities of the Impartiality Committee.
- The Terms of reference of the Impartiality Committee are defined in the present document.

1. Impartiality Committee Structure

It is up to each COO to determine how the Impartiality Committee is to be constituted in the specific country (see note

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below)

For those MS Agroland Services Pvt. Ltd. (MS ASPL).. ’s managing the group accreditations, Impartiality Committees will be established on the same basis as the other committees, but the analysis of risks to impartiality should cover the risks inherent to the provision of certification services in other countries.

Note: In the cases where a management team is responsible for MS Agroland Services Pvt. Ltd. (MS ASPL). in more than one country and/or multiple MS Agroland Services Pvt. Ltd. (MS ASPL)’s in a given country, the Impartiality Committee cover all the MS Agroland Services Pvt. Ltd. (MS ASPL)’s managed by that team.

2. Roles and Responsibilities of the Impartiality Committees

The Impartiality Committees are to provide MS Agroland Services Pvt. Ltd. (MS ASPL)’s management with information and advice regarding the following:

- 1- The development of policies relating to the impartiality of MS Agroland Services Pvt. Ltd. (MS ASPL). ’s activities;
- 2- The matters affecting confidence in certification including openness and public perception;
- 3- The review of the impartiality of MS Agroland Services Pvt. Ltd. (MS ASPL). ’s audit, certification and decision-making processes;
- 4- The measures necessary to ensure the impartiality and independence of MS Agroland Services Pvt. Ltd. (MS ASPL).. related to commercial and other considerations;
- 5- The general and sector specific processes and procedures governing the audit and certification activities
- 6- The establishment of other committees, as required, to provide liaison between MS Agroland Services Pvt. Ltd. (MS ASPL).. and the industry and/or to satisfy accreditor’s program specific requirements.


The Impartiality Committees are responsible for providing advice, support and vigilance as it applies to the certification activities of the MS Agroland Services Pvt. Ltd. (MS ASPL).. ’s under their “jurisdiction”. The outputs of the Impartiality Committees meetings, including any recommendations, are to be forwarded to COO, the Board of Directors

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if the advice of the Committee related to the “impartiality of the certification activities” is not respected, the Committee has the responsibility and authority to inform relevant authorities, accreditation bodies, other concerned stakeholders While maintaining the confidentiality as required with respect to the certification body and it’s clients.

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3. Composition of the Impartiality Committees

3.1 External parties

MS Agroland Services Pvt. Ltd. (MS ASPL).. 's COO shall identify for their respective Impartiality Committee, the interested parties and invite representatives of the key interested parties to join the committee. The composition of the Impartiality Committee shall be such that no single interest predominates and that it covers the sectors of operations of the MS Agroland Services Pvt. Ltd. (MS ASPL).. 's in terms of certification activities, volume of work and geographical coverage (significant presence only). **A minimum of 3 external members, representing 3 different interested parties, shall compose the “external” membership of each Impartiality Committee for balanced representation**

Potential interested parties may include:


- Clients of MS Agroland Services Pvt. Ltd. (MS ASPL).. ;
- Customers of MS Agroland Services Pvt. Ltd. (MS ASPL).. 's clients;
- Representatives of Industry Trade Associations;
- Representatives of governments (regulatory bodies & other services);
- Representatives of non-governmental organizations;
- Consumer organizations;
- Consultant/ Service Provider of the Organic Sector
- Representative of Academic institutions related to agriculture.

Composition of the Impartiality Committees, in terms of external members and represented interested parties, shall be reviewed prior to each meeting to ensure the committee still represents a proper balance of interests. It is the responsibility of each Committee member to inform MS Agroland Services Pvt. Ltd. (MS ASPL).. of any change in their professional functions that could affect their competence in representing their interested party. Prior to each meeting, external members of the Impartiality Committees will be required to confirm if their resumes are up-to-date or to provide MS Agroland Services Pvt. Ltd. (MS ASPL).. with amended copies of their resumes.

Committee members may have to be replaced in the case of change of circumstance that would affect their ability

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to remain impartial or to represent their interested party, or if they decide to resign. In such cases, MS Agroland Services Pvt. Ltd. (MS ASPL).. should try to fill in the position prior to the following meeting. The composition of the Impartiality Committees shall be documented

3.2 MS Agroland Services Pvt. Ltd. (MS ASPL).. 's Representatives

The COO is MS Agroland Services Pvt. Ltd. (MS ASPL).. 's representative Although other MS Agroland Services Pvt. Ltd. (MS ASPL).. 's management personnel may also participate, they are to be considered as a single interest and MS Agroland Services Pvt. Ltd. (MS ASPL).. enjoys one unique voting right only.

3.3 Competence Requirements

Prior to their confirmation as external member of the Impartiality Committee, candidates shall submit a current version of their resume for MS Agroland Services Pvt. Ltd. (MS ASPL).. 's management to verify if they satisfy the relevant competence criteria and if they can duly represent the interested party. Once confirmed, Committee members will be required to sign the proper (Annex ASPL-CD-ANX-07 Non-Disclosure and Confidentiality Agreement and Code of Ethics and Zero Tolerance Policy)

All external members of the Impartiality Committees also need to be familiar with the applicable Accreditation Bodies and Sector Authority Organizations requirements, and MS Agroland Services Pvt. Ltd. (MS ASPL).. 's certification program. Prior to their first participation to an Impartiality Committee activity, each individual shall participate to an induction session.


The external Impartiality Committee Members will be provided with access to all documents necessary to enable them to fulfil their duties, including MS Agroland Services Pvt. Ltd. (MS ASPL).. 's Manual.

3.4 Access to necessary information:

MS Agroland Services Pvt. Ltd.. Shall make sure that any significant information, which can have impact on the working of the certification body, is communicated to each and every impartiality committee team member in writing with out fail. Significant information may include but may not be limited to complaints, appeals, claims,

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any action taken on the certification body etc. This is required so that impartiality committee can fulfil all it's function.

4. Meetings

4.1 Planning of meetings

Impartiality Committee meetings are to be held at least once a year to conduct a review of the impartiality of MS Agroland Services Pvt. Ltd. (MS ASPL).. 's audit, certification and decision-making processes and provide MS Agroland Services Pvt. Ltd. (MS ASPL).. 's management advice and assistance on matters related to impartiality.

Prior to each meeting, the COO shall ensure that the results of the analysis of threat to impartiality are up-to-date and that any change in terms of risks has been identified and properly assessed. The COO is responsible for convening the Impartiality Committee meetings in such a way that the feed-back from the Committee will be available in time for the management review.

Meetings may be held either by convening the Impartiality Committee members to attend

- physical meeting at one or multiple meeting locations;
- conference tele-call;
- virtual meeting
- or a combination of above.

An agenda supported by applicable information documentation, as required, is to be prepared for each meeting and forwarded to the members prior to the meeting.


4.2 Meeting Agenda

The agenda of the annual meetings shall, at a minimum, cover:

- Feed-back regarding recommendations made during the previous Impartiality Committee meeting;
- Organizational changes;
- Review of MS Agroland Services Pvt. Ltd. (MS ASPL).. 's policies and processes relating to impartiality;

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- Review of the results of the analysis of threats to impartiality (Risks to Impartiality – Analysis Results)
- Review of the impartiality of MS Agroland Services Pvt. Ltd. (MS ASPL).. ’s audit, certification and decision making processes;
- Review of the results of the evaluation of MS Agroland Services Pvt. Ltd. (MS ASPL).. ’s finances and sources of income and demonstration that commercial, financial and other pressures do not compromise MS Agroland Services Pvt. Ltd. (MS ASPL).. ’s impartiality;
- Feed-back and advice on matters affecting the confidence and perception of the external parties;
- Recommendations from the Committee.

5. Ballots and voting rights:

If during the course of the discussions, agreement cannot be reached on a recommendation or a position, any member of the committee may ask for a vote. Unless secret ballot is specifically requested by the member asking for the vote, the vote can be taken by show of hands.

Regardless of the voting method, each external member of the Committee has one voting right. This right cannot be delegated to a proxy. MS Agroland Services Pvt. Ltd. (MS ASPL).. through its Committee members, enjoys one unique voting right.

A quorum shall consist of 50 percent of the total voting membership, including at least 2 external members.


- a. Decisions on all formal motions shall be established by a two-thirds majority of those present, provided the affirmative votes constitute a minimum of 50 percent of the total voting membership.
- b. Where such a motion has obtained two-thirds majority of those present but lacks the 50 percent of total voting membership, the decision shall be so noted and either deferred to the next meeting or submitted by letter ballot to the whole membership for approval.
- c. In the event of a tie, there is no casting vote and a re-vote has to be taken.

6. Records of meeting

The COO are responsible for preparing and maintaining the records of the Impartiality Committee meetings being held These records shall be distributed to all Committee members by the Quality Manager.

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7. Management Of Impartiality:

MS Agroland Services Pvt. Ltd. (MS ASPL).. considers following threats to impartiality:


- a. Self-interest threats: threats that arise from a person or body acting in their own interest. A concern related to certification, as a threat to impartiality, is financial self-interest.
- b. Self-review threats: threats that arise from a person or body reviewing the work done by themselves. Auditing the management systems/Organic Standard of a client to whom the certification body provided management systems/Organic Standard consultancy would be a self- review threat.
- c. Familiarity (or trust) threats: threats that arise from a person or body being too familiar with or trusting of another person instead of seeking audit evidence.
- d. Intimidation threats: Threats that arises from a person or body having a perception of being coerced openly or secretly, such as a threat to be replaced or reported to a supervisor.

8. Following principals are maintained:

- a. MS Agroland Services Pvt. Ltd. (MS ASPL).. ensure that certificates are only issued after review by Certification Committee to make sure that no interest shall predominate.
- b. MS Agroland Services Pvt. Ltd..MS ASPL does not offer (and has never offered) any internal audit service to companies or individuals.
- c. MS Agroland Services Pvt. Ltd..MS ASPL does not offer (and has never offered) management system consultancy or any other form of ORGANIC STANDARD consultancy to companies or individuals.
- d. MS Agroland Services Pvt. Ltd. (MS ASPL).. services have no interests & will not be linked with the activities of an organization (financially or otherwise) that provides management system/ ORGANIC STANDARD consultancy. If it is known that any organization had linked its activities with MS Agroland Services Pvt. Ltd. (MS ASPL).. services, action will be taken to rectify the same.
- e. MS Agroland Services Pvt. Ltd. (MS ASPL).. does not have (and will not form) any relationships with companies who offer consultancy, internal audit services or other services that can be construed as having an impact on the certification services provided by MS Agroland Services Pvt. Ltd. (MS ASPL).. . Any proposed relationship between MS Agroland Services Pvt. Ltd. (MS ASPL).. and any other company will undergo a risk

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assessment by the Impartiality Committee prior to that relationship being formalized (Risks to Impartiality – Analysis Results)

- f. Any current relationships with companies, organizations and individuals will be risk assessed on a regular basis to ensure that the relationship does not impact upon the impartiality of the certification process. The risk assessment will be undertaken by the Impartiality Committee.
- g. Individuals employed by or otherwise contracted to MS Agroland Services Pvt. Ltd. (MS ASPL).. are required to document and record their current and past relationships with all companies. Any situation past or present which may present a potential conflict of interest is required by MS Agroland Services Pvt. Ltd. (MS ASPL).. to be declared. MS Agroland Services Pvt. Ltd. (MS ASPL).. will use the information to identify any threats to impartiality and will not use that individual in any capacity unless they can demonstrate that there is no conflict of interest. The risk assessment will be undertaken by the Impartiality Committee.
- h. Where any past relationship has existed, MS Agroland Services Pvt. Ltd. (MS ASPL).. will not allocate a member of staff or sub-contractor to a management system audit/ Organic standard audit. Exceptionally and at the discretion of the COO an individual or sub-contractor may be allocated to a management system audit/Organic standard audit where a past relationship has existed but there has been no relationship for a minimum of 2 years.
- i. The risk assessment will be reviewed by the Impartiality Committee.
- j. MS Agroland Services Pvt. Ltd. (MS ASPL).. services have not any interests & will not be linked with the activities of an organization (financially or otherwise) that provides management system/ORGANIC STANDARD consultancy. If it is known that any person or organization is making inappropriate claims stating or implying that certification would be simpler, easier, faster, or less expensive, than that person or organization will be warned for not doing so & if required, legal action will be taken.
- k. Activities of all employees will be reviewed at least annually to ensure that they remain impartial when conducting audits.
- l. Auditors and others involved in the certification process are not and will not be put under any pressure (e.g. targets to increase clientele, any financial pressure etc.) and will not be influenced in any way to come to a particular conclusion regarding the result of an audit.
- m. MS Agroland Services Pvt. Ltd. (MS ASPL).. retains authority of certification decisions.
- n. If auditor has delivered any Management System training, including ORGANIC STANDARD etc., or any other

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training to an organization, he or she cannot be involved in certification process of that organization for next two years from the date of training.

- o. To avoid familiarity threat, auditors/reviewers are reshuffled at regular time frames, i.e. an auditor/reviewer cannot audit/review same organization for more than 2 certification cycles.
 - p. MS Agroland Services Pvt. Ltd. (MS ASPL).. does not pay any commissions or does not give any targets to anybody, for example any clients, marketing agencies, consultants etc.
9. MS Agroland Services Pvt. Ltd. (MS ASPL).. requires personnel; internal and external; to reveal any situation known to them that may present them or the certification body with a conflict of interests. This is done as follows:
- a. policy is made known to them while appointment
 - b. before appointment they are asked for at least two references of previous employers & MS Agroland Services Pvt. Ltd. (MS ASPL).. investigates about the candidate via written or telephonic conversation from those references.
 - c. if required, investigation is done by our contacts in industries.
 - d. while recruitment, details regarding the organizations that employ them or any projects in which they have involve previously will be taken in a prescribed format for resume or log sheets.
 - e. Before audit, auditor, reviewer, technical expert or any external expert (including auditor, reviewer or technical expert) will have to give details about non-conflict of interest & make a commitment for it by signing (Annex ASPL-CD-ANX-07 Non-Disclosure and Confidentiality Agreement)
 - f. After audit, Feedback about the auditor is collected through the (Annex A28 Client feedback form).
 - g. Verbal feedback from audit team members is also taken.
 - h. Apart from above requirements, all employees of MS Agroland Services Pvt. Ltd. (MS ASPL).. , permanent or empaneled, have to sign (Non-Disclosure and Confidentiality Agreement), (Code of Ethics and Zero Tolerance Policy) annually by permanent staff and before every audit or certification tasks by empaneled staff.

MS Agroland Services Pvt. Ltd. (MS ASPL).. use this information as input to identifying threats to impartiality raised by the activities of such personnel or by the organizations that employ them, and does not use such personnel, internal or external, unless they can demonstrate that there is no conflict of interests.

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Also, MS Agroland Services Pvt. Ltd. (MS ASPL).. has identified, analyzed & documented the possibilities for conflict of interests arising from provision of certification including any conflicts arising from its relationship in the (ASPL-CD-PR-24 Risks to Impartiality – Analysis Results).

5.8 Action in case of conflict of interest/ impartiality:


In case MS Agroland Services Pvt. Ltd. (MS ASPL).. came to know about any conflict of interest situation or any other situation which is affecting the impartiality and it is proven based on investigation, following action may be taken on the case to case basis-

- a. Employee Auditor- Show- cause notice will be given and in the absence of justifiable cause the services will be terminated and name will be black listed for any future engagement.
- b. Contract Auditor- Contract will be cancelled. Name will be barred from any future engagement related to the entire organizations.
- c. Certificated site- Certificate will be suspended and time will be given for taking corrective actions and showing improvement or certificate will be withdrawn.
- d. Any other employee- Show- cause notice will be given and in the absence of justifiable cause the services will be terminated and name will be black listed for any future engagement.
- e. Consultant- Name will be barred from any future engagement related to the entire organization. No site associated with this consultant will be accepted for auditing and certification.
- f. Any other stakeholder/entity- Communication will be made to clarify their position. In case of not receiving any justifiable clarification, legal notice will be served and legal proceeding will be started in the court of law.

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ASPL-QD-34- Risks to Impartiality – Analysis Results

7.0 Records

ASPL-CD- ANX-07 Non-Disclosure and Confidentiality Agreement

ASPL-CD-ANX-18 Code of Ethics and Zero Tolerance Policy

ASPL-CD-ANX-04- Code of conduct for committee members

ASPL-CD-ANX-05- Information Security Policy

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